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May 9, 2003

BY HAND

Mary L. Cottrell, Secretary
Massachusetts Department of Telecommunications and Energy
One South Station
Boston, MA 02110

Re: Fitchburg Gas and Electric Light Company, D.T.E. 03-9

Dear Ms. Cottrell:

On behalf of Fitchburg Gas and Electric Light Company ("FG&E"), enclosed for filing with the Department of Telecommunications and Energy in the above-referenced proceeding, please find an original and nine (9) copies of FG&E's Motion for Protective Order. This motion seeks protection from public disclosure of certain confidential information provided in responses to DTE 1-1 and 1-7, and in Schedule LMB-1, attached to the testimony of Laurence M. Brock, being filed today under separate cover. The Attorney General does not assent to FG&E's motion.

Very truly yours,

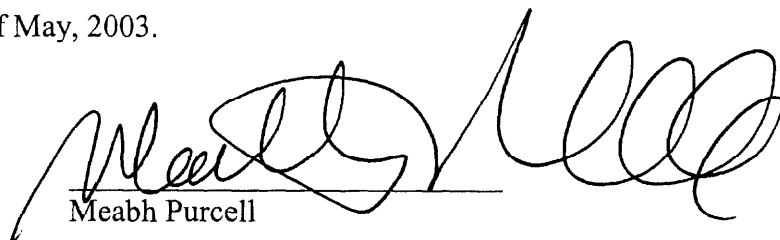

Meabh Purcell

/jss
Enclosure
cc: Service List

CERTIFICATION

I certify that I have served a copy of Fitchburg Gas and Electric Company's Motion for Protective Order in D.T.E. 03-9 on each of the individuals on the service list on file with the Secretary of the Department of Telecommunications and Energy.

Dated at Boston, Massachusetts, this 9th day of May, 2003.



Meabh Purcell

SERVICE LIST
D.T.E. 03-09

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COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF TELECOMMUNICATIONS AND ENERGY

FITCHBURG GAS AND ELECTRIC
LIGHT COMPANY

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D.T.E. 03-9

MOTION OF FITCHBURG GAS AND ELECTRIC LIGHT COMPANY
FOR PROTECTIVE ORDER

NOW COMES Fitchburg Gas and Electric Light company ("Fitchburg or the "Company") and hereby requests that the Department of Telecommunications and Energy (the "Department") grant protection from public disclosure of certain confidential, competitively sensitive and proprietary information submitted in this proceeding in accordance with G.L. c. 25, §5D. In support of its Motion, the Company states:

1. Fitchburg is filing with this Motion two data responses, the Company's confidential and proprietary responses to DTE 1-1 (requesting information about Unitil Corporation's ownership interest in Enermetrix, Inc. ("Enermetrix"), and DTE 1-7, Att. 1-7(1) (providing copies of materials regarding Enermetrix included in presentations to the Unitil Board). Fitchburg is also filing a confidential attachment to the Testimony of Laurence M. Brock , Schedule LMB-1, which is the same information provided in Response DTE 1-1.

2. G.L. c.25, § 5D is specifically designed to protect against disclosure of competitively sensitive information. That provision, in part, provides:

[T]he department may protect from public disclosure, trade secrets, confidential, competitively sensitive or other proprietary information provided in the course of proceedings conducted pursuant to this chapter. There shall be a presumption that the information and the burden shall be upon the proponent of such

protection to prove the need for such protection. Where such a need has been found to exist, the department shall protect only so much of the information as is necessary to meet such need.

G.L. c. 25, §D.

In determining the existence and extent of such a need, the Department must consider the presumption in favor of disclosure and the specific reasons why disclosure of the disputed information benefits the public interest. Fitchburg Gas and Electric Light Company, D.P.U. 97-5A, p.4 (1997), *citing* Berkshire Gas Co., D.P.U. 93-187/188/189/190, p. 16 (1994). The utility must show need by a specific factual demonstration. Id. A mere assertion that a particular document is "competitively sensitive" or otherwise confidential is insufficient to meet that burden of proof. Id.

3. The Department has previously granted protected orders to protect confidential financial information from public disclosure. See Fitchburg Gas and Electric Light Company, D.P.U. 95-75, p. 2 (1995) (protected confidential marginal cost information which reflected company's commercially sensitive market transactions in order to maintain Fitchburg's competitive position). Also, the Department has granted protective treatment of pricing information in order to avoid alerting power suppliers to a company's strategy, which can weaken the company's bargaining position in negotiating future supply contracts. See Fitchburg Gas and Electric Light Co., D.P.U. 97-5A, pp. 3 and 6 (1997); see also Colonial Gas Co., D.P.U. 96-18, p.4 (1996).

4. Schedule LMB-1 attached to Mr. Brock's testimony provides the details of Enermetrix' stock ownership for the years 1998-2002. DTE 1-1 requests a history of Unitil's ownership interest in Enermetrix. DTE 1-7 seeks copies of any presentations to the Unitil Board of Directors pertaining to Enermetrix. The investment information in Schedule LMB-1 and in the

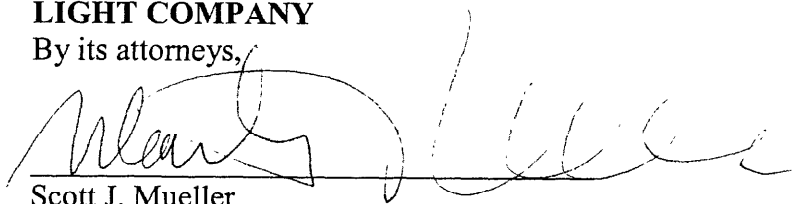
response to DTE 1-1 should be protected from public disclosure because Enermetrix is a privately held, close corporation, and the details of its stock ownership are proprietary, subject to nondisclosure arrangements and not otherwise available publicly. Furthermore, this investment information is the subject of confidentiality agreements entered into by Unitil, and thus Unitil is under an obligation to preserve the confidentiality of the information.

5. The materials provided in DTE 1-7, Attachment 1-7(1) reveal Unitil's corporate plans and competitive business strategies, which are confidential and limited in distribution to directors and officers of the corporation and their advisors. Disclosure on the public record of this proceeding of the details of Unitil's competitive activities could provide an unfair advantage to its competitors in the energy industry, and could be detrimental to Unitil and its shareholders.

WHEREFORE, Fitchburg respectfully requests that the Department grant its Motion for Protective Order as stated herein, and protect from public disclosure any information or materials which may be produced through discovery, which contain confidential, competitively sensitive or proprietary information.

Respectfully submitted,
**FITCHBURG GAS AND ELECTRIC
LIGHT COMPANY**

By its attorneys,



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DATED: May 9, 2003

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